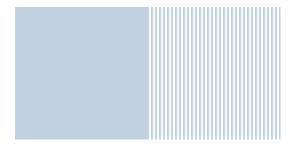
MERCER Investment Consulting

December 19, 2003

Total Fund Review – Third Quarter Board Meeting Arizona State Retirement System

Terry A. Dennison Los Angeles





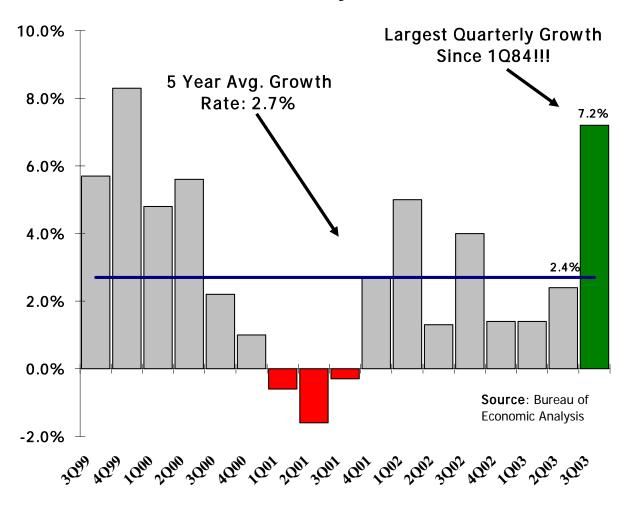
Economic Environment

U.S. Economy Provides the Clearest Signs That Better Times Are Ahead

- Economic growth, spurred by an ease in monetary policy, government spending, and tax cuts, improved significantly during the third quarter. The preliminary estimate of economic growth in the third quarter was 7.2%, the fastest since the first quarter of 1984.
- The improved economic growth has not translated into large job gains or business spending. The unemployment rate fell to 6.1% in September as employers in most sectors added jobs for the first time in eight months.
- Mortgage refinancings and tax cuts kept consumer spending strong during the quarter. Some store sales rose 5.9% in September, the best in 18 months. Consumer confidence fell in September to its lowest level since March amid job market concerns.
- Housing activity remained strong despite an increase in mortgage rates. Existing-home sales reached a record high in August.

Gross Domestic Product Growth Soars to Levels Not Seen Since 1999

State of the U.S. Economy: Gross Domestic Product

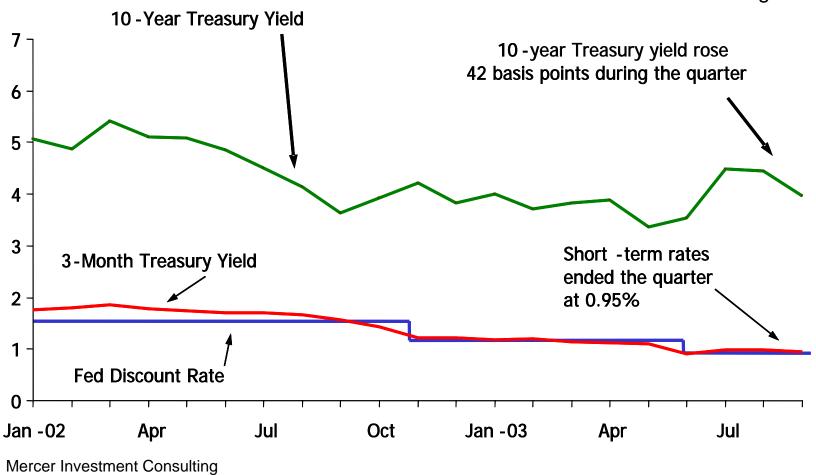


Key Factors

- Monetary Policy
- Gov't. Spending
- Tax Cuts

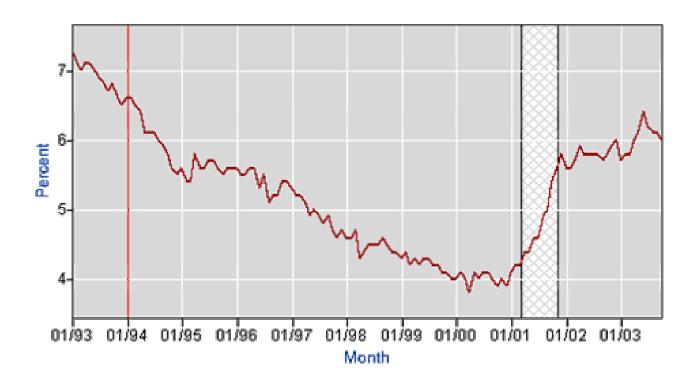
Interest Rates Remain Low

Wall Street Consensus – Rates will remain low throughout 2004



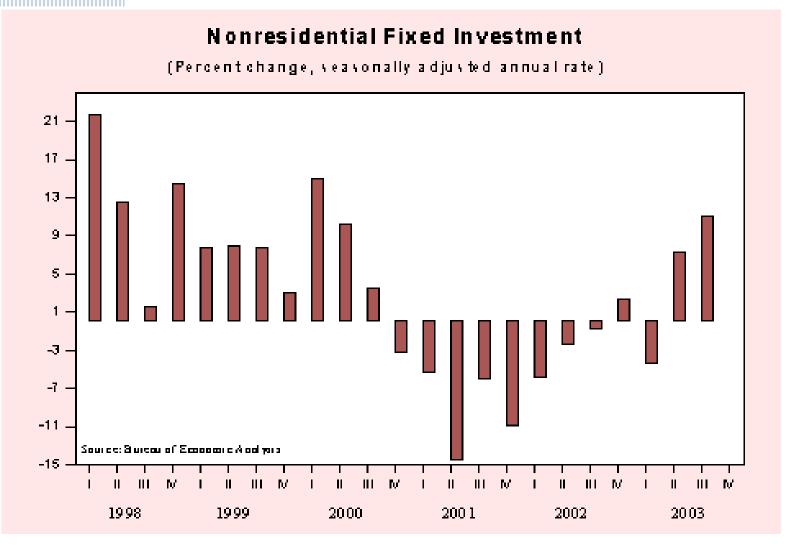
Unemployment Rate Shows the First Real Decline

Unemployment rate (seasonally adjusted)



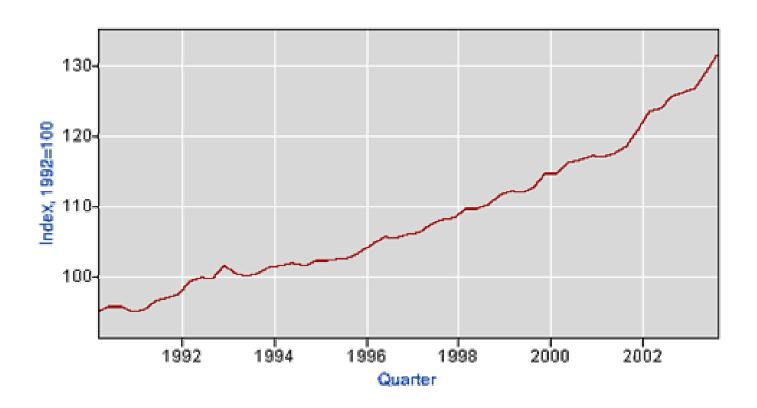
Note: Cross-hatched area represents recession. Vertical line indicates a break in series in January 1994 due to redesign of the survey.

Business Investment Continues to Show Improvement



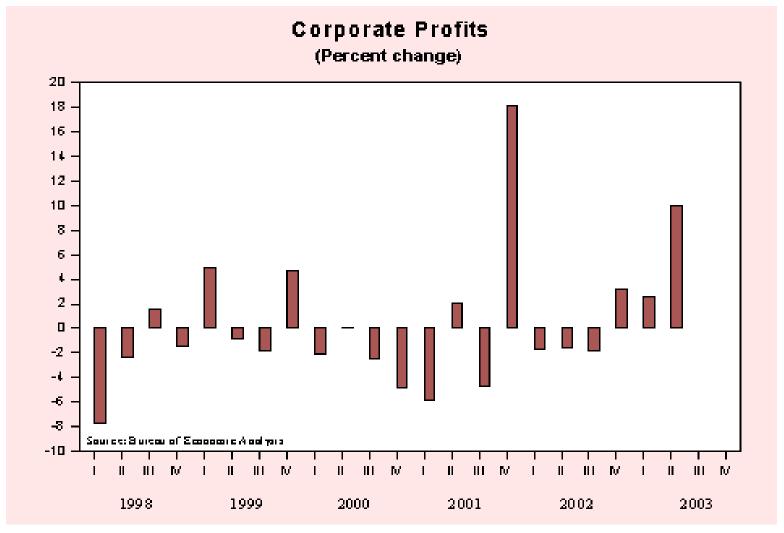
Productivity Increases Accelerate Likely to Lead to Significant Earnings Increases When Final Demand Increases

Quarterly productivity in the nonfarm business sector



Note: Labor productivity is output per hour worked

Corporate Profits Continue Upward Trend



Potential Negatives Could Impact the Recovery

- Huge budget deficits
 - Reduction in tax receipts
 - Military and homeland defense spending
- Very negative balance of trade
 - Even with a recent 9% increase in exports, we still have a negative ratio of exports to imports
 - Despite declines in the value of the dollar
 - Particularly with China, whose currency is linked to the dollar
 - Amazing statistic: 1% of the GDP of China goes to Walmart
- Individuals are up to their necks in debt
 - Fed reports that the household debt-service ratio is higher than the previous peak in the 1980s

Impact of Mutual Fund Scandals Overview

- Mutual funds are a huge factor both in the securities markets and in household savings
 - Vehicles for 401(k), 403(b), and 457 plans
- Growth of mutual funds has been enormous

1949: \$2 billion

- 1990: \$1 trillion

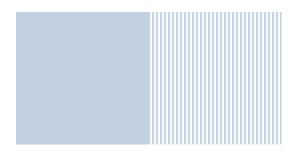
- 2003: \$7 trillion

- Mutual fund practices have not been looked at for many years
- Mutual funds and their managers have been impacted by ethical lapses similar to those in other areas
 - The dollars involved are enormous

Impact of Mutual Fund Scandals Issues Involved

- Late trading
 - Allowing trades to be entered after the 4:00 pm Eastern time cutoff
 - Impact is that favored investors are thus allowed to trade on known information
- Market timing transactions
 - Failing to enforce prospectus language that prohibits arbitrage in international funds whose markets close before 4:00 pm Eastern time
 - Favored investors are allowed to capture profits at the expense of long-term investors
- Improper use of fee-level breakpoints
- Excessive fee levels
- Compensating brokers for distribution with excessive commissions

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Securities Markets

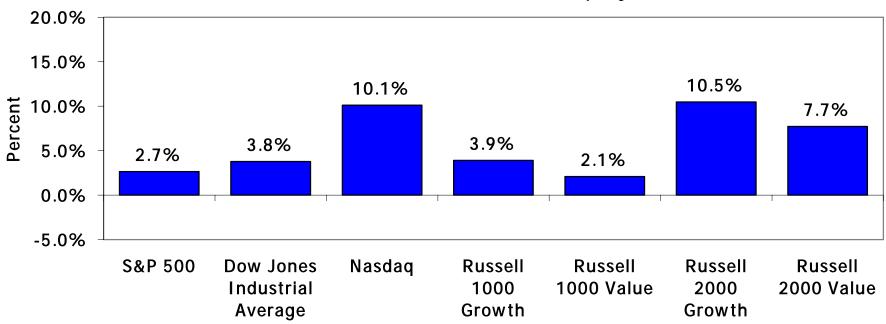
U.S. Equity Markets Overview

- The stock market continued to advance, though at a slower pace, during the third quarter. The S&P 500 Index was up 2.6%, while the broader Russell 1000 Index gained 3%. In general, cyclical and higher beta stocks continued to lead the market.
- Small cap stocks, as measured by the Russell 2000 Index, outperformed large cap stocks by a significant margin during the quarter, gaining 9.1%. The tech-heavy NASDAQ posted a 10.2% gain.
- Large cap growth stocks outperformed large value stocks during the quarter as the Russell 1000 Growth Index gained 3.9%, while the Russell 1000 Value Index advanced 2.1%.
- Most sectors in the Russell 1000 Index posted positive results.
 Technology, up 12%, was the top-performing sector. Only health care, other energy, and utilities lost ground.

U.S. Equity Markets Index Performance

- Stocks continued to advance, although at a slower pace
- Small cap stocks continued to outpace large cap issues
- Growth outperformed value





Good Returns for Every Segment of the Market Especially Good for Small Cap

Growth outperformed value for all cap ranges

3Q03 Returns	Value	Core	Growth
Large	2.07	3.00	3.91
Mid	5.93	6.44	7.16
Small	7.73	9.08	10.48

One-Year Returns Are Excellent

- All returns are double-digit positive
- Small growth was up almost 50%

1-Year Returns	Value	Core	Growth
Large	24.38	25.14	25.90
Mid	28.30	32.65	38.91
Small	31.66	36.49	41.70

Cumulative Three-Year Returns Still Very Negative for Growth

- Large growth has lost more than 46% of value during the period
- Small value stocks increased by more than 37%

Cumulative 3 Yr	Value	Core	Growth
Large	-5.91	-27.92	-46.95
Mid	21.24	-6.28	-43.40
Small	37.02	-2.47	-33.42

Three-Year Results Are Showing Improvement

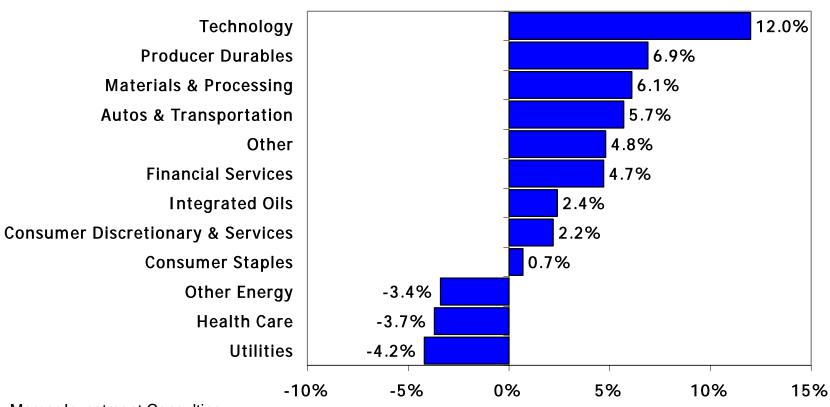
- Returns positive only for Mid/Small Value
- Growth returns for all cap ranges are have improved from last quarter

3 Year Returns	Value	Core	Growth
Large	-2.01	-10.34	-19.05
Mid	6.63	-2.14	-17.28
Small	11.07	-0.83	-12.68

U.S. Equity Markets Sector Returns

Technology produced double-digit returns

Third Quarter Sector Performance - Russell 1000 Index



U.S. Equity Markets Top Positive and Negative Contributors

- Technology stocks are among the strongest
- Pharmaceutical companies are very weak

	Return	End of Quart	
Stock	(%)	Weight	Rank
INTEL CORP	32.34%	1.95%	7
MICROSOFT CORP	8.42%	3.26%	1
CISCO SYS INC	16.68%	1.49%	11
CITIGROUP INC	7.15%	2.55%	6
GENERAL ELEC CO	4.60%	3.25%	2
IBM	7.26%	1.66%	8
WAL MART STORES INC	4.06%	2.66%	3
TEXAS INSTRS INC	29.66%	0.43%	51
MORGAN STANLEY	18.57%	0.60%	38
LOWES COS INC	20.90%	0.44%	48

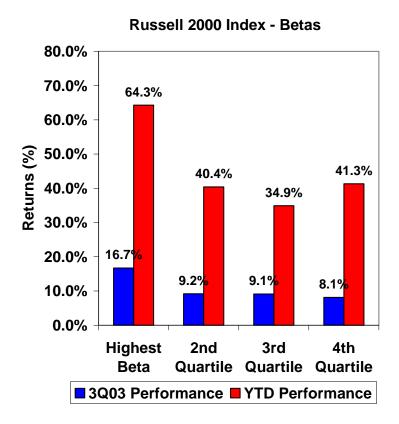
10 Largest Negative Contributors					
	Return <u>End of Quart</u>				
Stock	(%)	Weight	Rank		
PFIZER INC	-10.60%	2.58%	5		
MERCK & CO INC	-15.79%	1.24%	14		
VERIZON COMMUNICATIONS	-16.79%	0.97%	16		
LILLY ELI & CO	-13.39%	0.73%	31		
SBC COMMUNICATIONS INC	-11.42%	0.81%	23		
VIACOM INC	-12.14%	0.73%	30		
COCA COLA CO	-6.96%	1.15%	15		
JOHNSON & JOHNSON	-3.75%	1.60%	10		
HEWLETT PACKARD CO	-8.73%	0.64%	34		
BELLSOUTH CORP	-10.21%	0.48%	44		

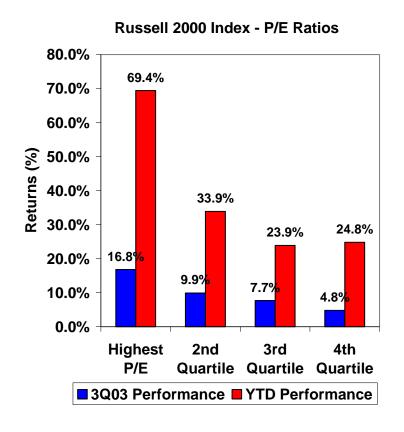
Note: Stocks in **blue** changed from one list to another since the previous quarter.

Stocks in **red** remained on the list of top negative performers since the previous quarter.

U.S. Equity Markets Small Cap Stocks Are Very Strong

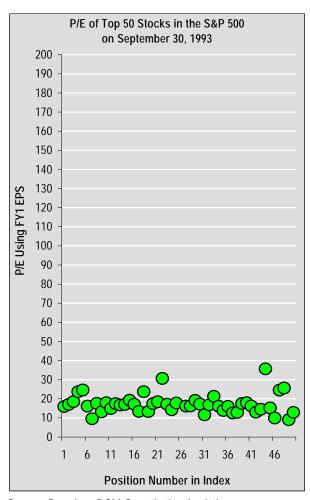
- Russell 2000 Index up 36.5% over the one-year period
- Higher beta/lower quality stocks were the best performers

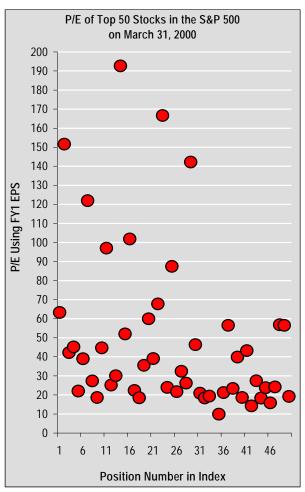


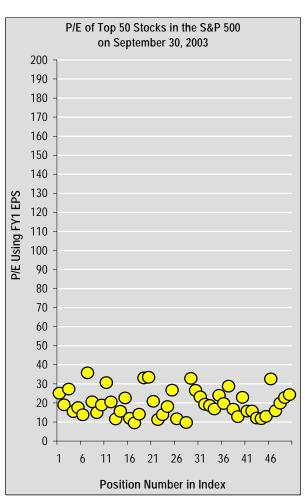


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Are Stocks Becoming Overvalued?







Source: Dresdner RCM Quantitative Analytics

Data through September 30, 2003

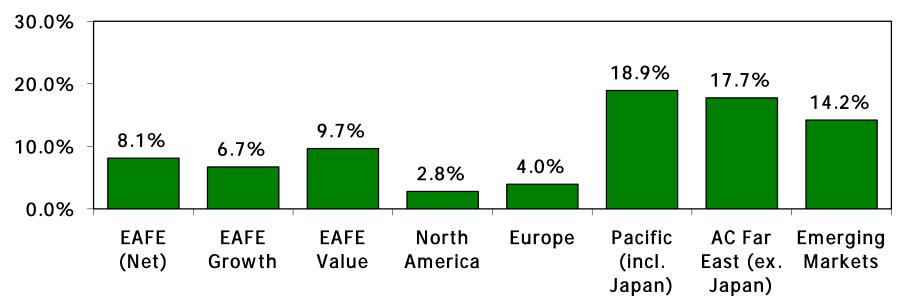
Non-U.S. Equity Markets Overview

- International equity markets reported strong results during the quarter due in large part to the broad-based depreciation of the dollar. The MSCI EAFE Index gained 8.2%. In local currency terms, the Index was up 5.4%.
- The Pacific region was up 18.9%. Signs of economic growth and continued reform of the banking industry resulted in a 21.9% gain for Japan. The Pacific ex Japan gained 11.1%.
- Europe reported a modest gain of 4% as its major economies continued to struggle with low growth. The Nordic countries, up 6.7%, were the top performers within the region, led by Sweden, which gained 11.9%.
- Emerging markets, up 14.2%, posted double-digit gains for the second consecutive quarter. Emerging Asia was the top-performing region, gaining 15.8%.

Non-U.S. Equity Markets

- MSCI EAFE Index outperformed S&P 500 Index
- Much of the gain can be attributed to the decline of the U.S. dollar
- Pacific markets boosted by performance of Japan

Third Quarter: Non-US Equity Regional Performance



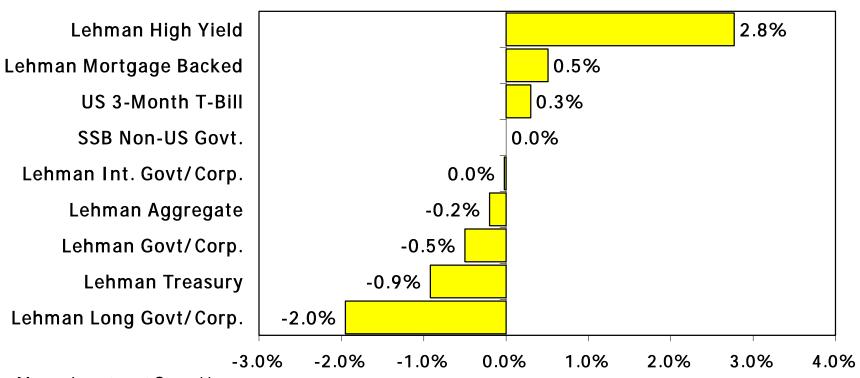
Fixed Income Markets Overview

- The investment-grade bond market was pummeled in July following a sharp rise in yields. Bonds regained some ground in September as yields drifted lower, but ended the quarter down. The Lehman Brothers Aggregate Bond Index fell 0.1%, while the Government/Credit Index lost 0.5%.
 - Credit issues fared slightly better than Treasuries, and losses were less severe for shorter-term issues than for long-term maturity issues. Overall, yields on Treasuries and credit issues rose 25 and 20 basis points, respectively.
 - The Lehman Brothers Treasury Index fell 0.9% during the quarter.
 - The credit market posted the weakest results since the first quarter of 2002 as the Lehman Brothers Credit Index edged down 0.1%. In general, high-quality bonds underperformed lower quality issues.

Fixed Income Markets

- LB Aggregate fell by 0.2% after yields increased significantly in July
- High yield bonds continued to gain ground

Third Quarter: Fixed Income Sector Peformance



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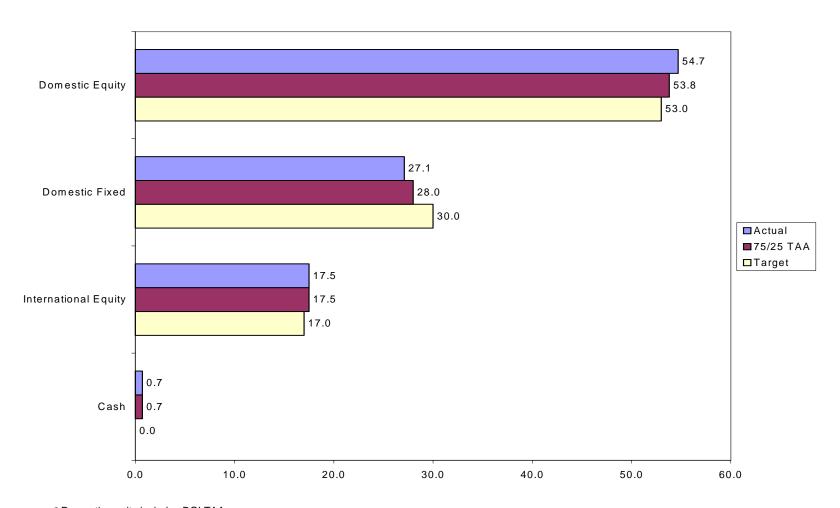
ASRS Total Fund Performance

Total Fund Performance For Periods Ending September 30, 2003

	<u>Quarter</u>	1 Year	3 Years	5 Years	<u>Inception</u>
Total Fund	3.5%	20.0%	-3.1%	4.5%	10.8%
Benchmark*	2.8	19.1	-3.9	2.8	8.9
RM Public Funds Median	3.6	18.9	-1.6	5.1	_
Percentile Ranking	60	34	87	77	

^{*1/1/89-12/31/91} is 60% S&P 500/40% LB Aggregate, 1/1/92-12/31/94 is 50% S&P 500/40% LB Aggregate/10% EAFE, 1/1/95-6/30/97 is 45% S&P 500/40% LB Aggregate/15% EAFE, 7/1/97-12/31/99 is 50% S&P 500/35% LB Aggregate/15% EAFE, and 1/1/00-Present is 53% S&P 500/30% LB Aggregate/17% EAFE.

Total Fund Asset Allocation September 30, 2003



^{*} Domestic equity includes BGI TAA

Total Fund Performance For the Year Ending September 30, 2003

Measured against:

- Asset Allocation Target of 8.5% Annually
 - □ Total Fund has outperformed by 11.5%
- Inflation + 3.0% annually
 - Total Fund has outperformed by 14.7%
- Actuarial assumption rate of 8.0% annually
 - □ Total Fund has outperformed by 12.0%

Total Fund Growth

Total Fund Value of \$100 invested in US Balanced from Oct 1998 to Sep 2003



Total Fund Return/Risk Analysis

9.60

10.40

8.80

50R3/40LB/10XUS
TF BENCHMARK
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Annualized Rate of Return %

6.57 -

6.24 -

5.91 -

5.58 -

5.25 -

4.92 -

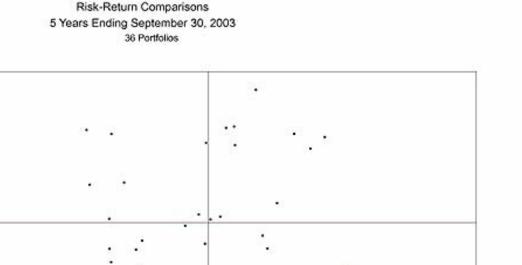
4.59 -

4.26 -

3.93 -

3.60 -

8.00



A

14.40

15.20

RISK (Annualized Standard Deviation)

16.00

Total Funds Billion Dollar - Public

12.00

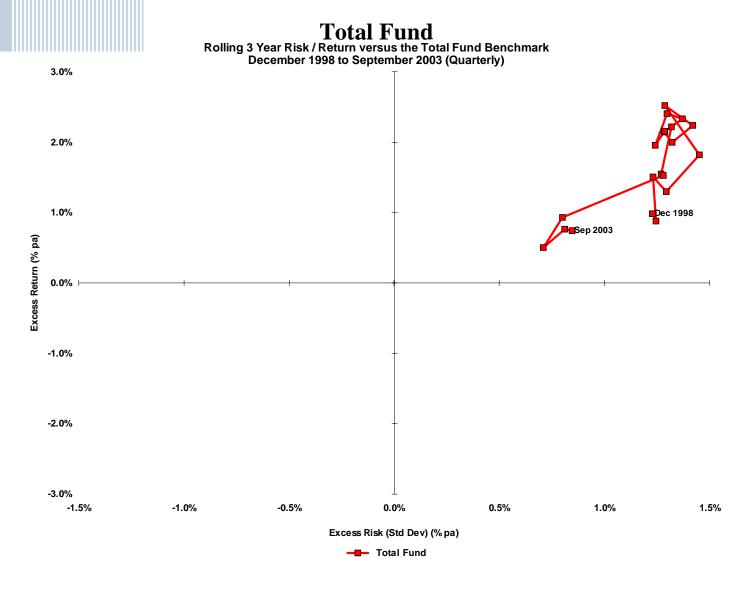
12.80

13.60

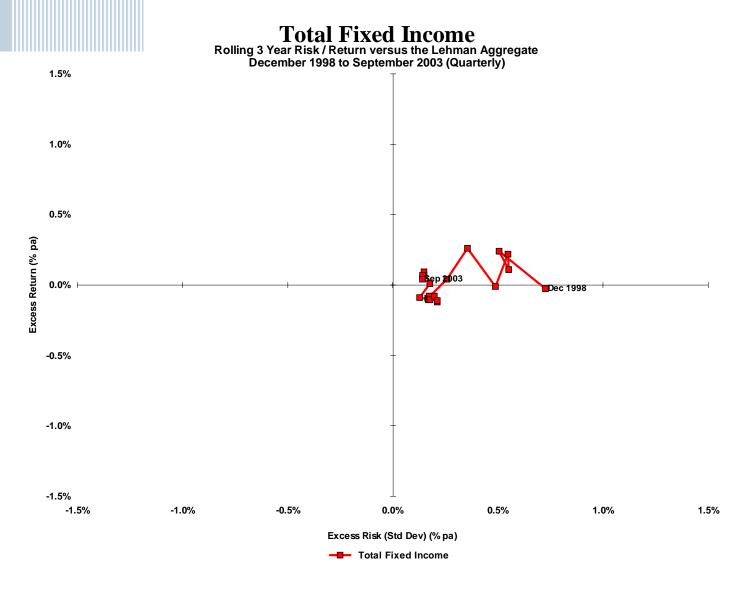
11.20

ACTUAL BENCHMRK.

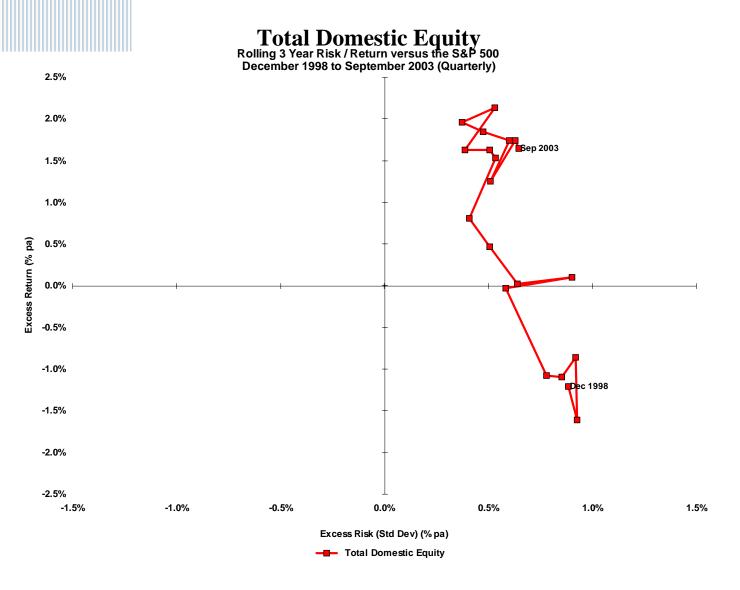
Risk/Return Analysis



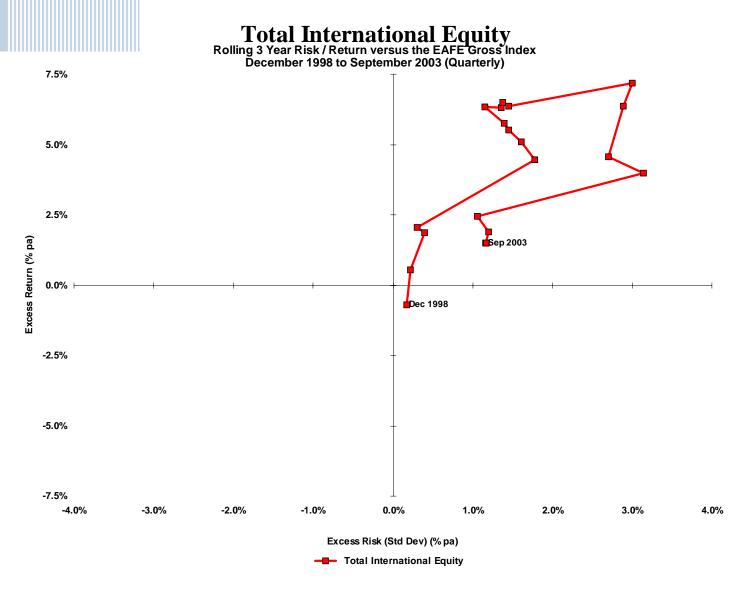
Return/Risk Analysis



Return/Risk Analysis



Return/Risk Analysis



Performance vs. Benchmarks For the 3 Years Ending September 30, 2003

	Return	Assumed ROR	Std. Dev.	Assumed Std. Dev.
Total Fund	-3.1%	7.4%	15.2%	13.4%
Benchmark	-3.9		14.4	
Domestic Fixed	9.0	4.5	3.8	6.0
LB Aggregate	8.9		3.7	
Domestic Equity	-8.5	8.5	22.5	18.6
S&P 500	-10.1		21.9	
Intl. Equity	-6.8	8.5	23.4	21.9
EAFE	-8.4		22.2	

Performance vs. Benchmarks For the 5 Years Ending September 30, 2003

	Return	Assumed ROR	Std. Dev.	Assumed Std. Dev.
Total Fund	4.5%	7.4%	14.7%	13.4%
Benchmark	2.8		13.6	
Domestic Fixed	6.6	4.5	3.7	6.0
LB Aggregate	6.6		3.5	
Domestic Equity	2.7	8.5	21.8	18.6
S&P 500	1.0		21.3	
Intl. Equity	5.2	8.5	23.0	21.9
EAFE	0.9		21.5	